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October 30, 2018

VIA UPS AND EMAIL

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767 Fifth Avenue
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VIA UPS

Robert A. Reicker
Chief Financial Officer
Sears Holding Corp. 3333 Beverly Road
Hoffman Estates, IL 60179

Re: *Sears Holdings Corporation, et al. (collectively the "Debtors"),
Case No. 18-23538 (RDD) (Bankr. S.D.N.Y.), Demand for Reclamation of Goods
Pursuant to 11 U.S.C. § 546(c) and U.C.C. § 2-702 on behalf of Briggs & Stratton
Corporation*

Dear Mr. Shrock, Ms. Marcus, Mr. Fail, Mr. Singh, and Mr. Reicker:

Our firm represents Briggs & Stratton Corporation ("Briggs"), a creditor in the above-captioned, jointly administered, Chapter 11 bankruptcy cases of the Debtors, which are currently pending in the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court").

As set forth in the spreadsheet summary attached as Exhibit A, Briggs sold certain goods (collectively the "Prepetition Invoiced Goods") to the Debtors, including, but not limited to Sears Holdings Corporation and Sears Brands Management.

Pursuant to 11 U.S.C. § 546(c) and Uniform Commercial Code § 2-702 (and the applicable U.C.C. provisions in the states where the bulk of the goods were delivered), Briggs hereby makes demand upon the Debtors for the reclamation and immediate return of the Prepetition Invoiced Goods that were sold on credit by Briggs, and received by the Debtors while they were insolvent,



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Ray C. Shrock, Esq.
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which insolvency is evidenced, in whole or in part, by the Debtors' filing of bankruptcy petitions in the Bankruptcy Court, within forty-five (45) days preceding the date upon which the Debtors filed their Chapter 11 bankruptcy petitions in the Bankruptcy Court (the "Reclamation Period"). The value of the outstanding invoices related to the Prepetition Invoiced Goods Briggs received by the Debtors during the Reclamation Period is \$2,683,019.20.

In the interim, Briggs demands that the Debtors immediately segregate and protect the Prepetition Invoiced Goods in their possession. The Debtors should set the Prepetition Invoiced Goods aside for pickup by Briggs and provide an accounting of all Prepetition Invoiced Goods and their immediate location(s). Please note that the Prepetition Invoiced Goods are not to be sold, used or otherwise transferred except with Briggs' written consent or by order of the Bankruptcy Court upon prior notice to Briggs.

The demand is made without prejudice to Briggs' rights to (a) seek an 11 U.S.C. § 503(b)(9) administrative claim with respect to any portion of the Prepetition Invoiced Goods that were received by the Debtors within twenty (20) days before the Debtors' bankruptcy petition date, (b) assert any lien rights with respect to the Prepetition Invoiced Goods, and (c) seek an 11 U.S.C. § 546(b)(1) administrative claim with respect to any portion of the Prepetition Invoiced Goods that were received by the Debtors after the bankruptcy petition date.

If you have any questions regarding the relevant goods or invoices, please do not hesitate to contact me.

Very truly yours,

BECK, CHAET, BAMBERGER & POLSKY, S.C.

A handwritten signature in blue ink, appearing to read "Kevin L. Keeler", written in a cursive style.

Kevin L. Keeler

Enclosures

EXHIBIT A
Summary of Goods Delivered

Company Code	Account	Branch account	Customer PO	Order Number	Delivery Note	Shipment number	Billing Document	Reference	Document Number	Document Date	Document currency	Amount in doc. curr.	QTY	BRIGGS P/N	SEARS P/N	PRODUCT	Date Picked up (Freight collect)	Date delivered (UPS)
US00	300010	1001044	552903	100028737	800054992	10008255	90045129	0090045129	1800040572	8/31/2018	USD	\$48,282.80	multiple	multiple	multiple	Pressure Washers, Generators, and Access.	8/31/2018	9/5/2018
US00	300010	1001044	553680	100033658	800054971	10008257	90046575	0090046575	1800043882	8/31/2018	USD	\$45,018.16	multiple	multiple	multiple	Pressure Washers and Access.	8/31/2018	9/5/2018
US00	300010	1001044	275627098	100043760	800057845		90046686	0090046686	1800040973	8/31/2018	USD	\$158.00	1.00	030665		Generator	8/31/2018	9/5/2018
US00	300010	1001044	553684	100033662	800054983	10008256	90048916	0090048916	1800041680	9/4/2018	USD	\$39,796.32	multiple	multiple	multiple	Pressure Washers and Access.	9/4/2018	9/5/2018
US00	300010	1001044	552897	100028731	800057812	10008968	90048578	0090048578	1800041642	9/4/2018	USD	\$72,566.80	multiple	multiple	multiple	Pressure Washers and Access.	9/4/2018	9/5/2018
US00	300010	1001200	08275296698	100013937	800049312	10007856	90051226	0090051226	1800042408	9/5/2018	USD	\$2,642.00	multiple	multiple	multiple	Pressure Washers	9/5/2018	9/5/2018
US00	300010	1001200	08289232656	100013940	800049315	10007855	90051227	0090051227	1800042499	9/5/2018	USD	\$1,306.00	multiple	multiple	multiple	Pressure Washers	9/5/2018	9/5/2018
US00	300010	1001200	08292254004	100013941	800049319	10007853	90051228	0090051228	1800042490	9/5/2018	USD	\$1,655.00	multiple	multiple	multiple	Pressure Washers	9/5/2018	9/5/2018
US00	300010	1001042	00275561	100000312	800061678	10008036	90051360	0090051360	1800042630	9/5/2018	USD	\$85.80	20	6190	75187	Accessories	9/5/2018	9/5/2018
US00	300010	1001200	08287238570	100013938	800049320	10007854	90051383	0090051383	1800042656	9/5/2018	USD	\$1,645.00	multiple	multiple	multiple	Pressure Washers	9/5/2018	9/5/2018
US00	300010	1001300	276409833	100046172	800062917		90053387	0090053387	1800043766	9/6/2018	USD	\$262.50	1	030667	8910	Generator	9/6/2018	9/10/2018
US00	300010	1001300	276336688	100046169	800062919		90053388	0090053388	1800043767	9/6/2018	USD	\$260.00	1	020574	94545	Pressure Washer	9/6/2018	9/10/2018
US00	300010	1001300	276249318	100046168	800063920		90053389	0090053389	1800043768	9/6/2018	USD	\$262.50	1	030667	8910	Generator	9/6/2018	9/10/2018
US00	300010	1001300	276210306	100046164	800063921		90053390	0090053390	1800043769	9/6/2018	USD	\$262.50	1	030667	8910	Generator	9/6/2018	9/10/2018
US00	300010	1001044	276212062	100046161	800063922		90053391	0090053391	1800043770	9/6/2018	USD	\$262.50	1	030667	8910	Generator	9/6/2018	9/10/2018
US00	300010	1001300	276211674	100046157	800063923		90053392	0090053392	1800043771	9/6/2018	USD	\$262.50	1	030667	8910	Generator	9/6/2018	9/10/2018
US00	300010	1001300	276015095	100046154	800063924		90053393	0090053393	1800043772	9/6/2018	USD	\$262.50	1	030667	8910	Generator	9/6/2018	9/10/2018
US00	300010	1001300	276758454	100046651	800064904		90053402	0090053402	1800043780	9/6/2018	USD	\$647.60	1	020454		Pressure Washer	9/6/2018	9/13/2018
US00	300010	1001300	276903687	100049930	800065716		90053359	0090053359	1800044625	9/7/2018	USD	\$260.00	1	020574	94545	Pressure Washer	9/7/2018	9/11/2018
US00	300010	1001300	276901170	100048836	800065717		90053360	0090053360	1800044626	9/7/2018	USD	\$262.50	1	030667	8910	Generator	9/7/2018	9/11/2018
US00	300010	1001300	276880031	100048837	800065719		90053362	0090053362	1800044628	9/7/2018	USD	\$390.00	1	020541	92857	Pressure Washer	9/7/2018	9/11/2018
US00	300010	1001300	276859076	100049461	800067298		90053363	0090053363	1800044629	9/7/2018	USD	\$262.50	1	030667	8910	Generator	9/7/2018	9/11/2018
US00	300010	1001300	276911697	100049465	800067300		90053364	0090053364	1800044630	9/7/2018	USD	\$847.60	1	020454		Pressure Washer	9/7/2018	9/11/2018
US00	300010	1001300	276931767	100049463	800067300		90053500	0090053500	1800044653	9/7/2018	USD	\$39.00	1	6261	87509	Accessories	9/7/2018	9/11/2018
US00	300010	1001044	545840	100044554	800067190	10009532	90057165	0090057165	1800046706	9/10/2018	USD	\$19,360.00	multiple	multiple	multiple	Pressure Washers and Access.	9/10/2018	9/11/2018
US00	300010	1001044	556834	100044548	800067203	10009534	90057167	0090057167	1800046707	9/10/2018	USD	\$30,592.00	128	020579	75491	Pressure Washers	9/10/2018	9/11/2018
US00	300010	1001044	545838	100044552	800067189	10009531	90057183	0090057183	1800046708	9/10/2018	USD	\$15,296.00	64	020579	75491	Pressure Washers	9/10/2018	9/11/2018
US00	300010	1001044	556836	100044550	800067195	10009533	90057184	0090057184	1800046709	9/10/2018	USD	\$15,296.00	64	020579	75491	Pressure Washers	9/10/2018	9/11/2018
US00	300010	1001044	181368	100039814	800068117	10010265	90057573	0090057573	1800046680	9/10/2018	USD	\$226,000.00	240	030675	850220	Generator	9/10/2018	9/11/2018
US00	300010	1001044	104509	100050831	800069876	10010281	90057574	0090057574	1800046682	9/10/2018	USD	\$83,768.72	multiple	multiple	multiple	Generator	9/10/2018	9/11/2018
US00	300010	1001044	217509	100050826	800069875	10010280	90057602	0090057602	1800046111	9/10/2018	USD	\$45,206.40	multiple	multiple	multiple	Generator	9/10/2018	9/11/2018
US00	300010	1001044	222509	100050811	800069874	10010230	90057659	0090057659	1800046120	9/10/2018	USD	\$45,206.40	multiple	multiple	multiple	Generator	9/10/2018	9/11/2018
US00	300010	1001044	116509	100050852	800069879	10010348	90057702	0090057702	1800046165	9/10/2018	USD	\$55,512.48	multiple	multiple	multiple	Generator	9/10/2018	9/11/2018
US00	300010	1001044	280709	100050866	800069881	10010346	90057704	0090057704	1800046167	9/10/2018	USD	\$27,756.24	multiple	multiple	multiple	Generator	9/10/2018	9/11/2018
US00	300010	1001300	277265320	100060734	800069477		90058948	0090058948	1800046416	9/11/2018	USD	\$260.00	1	020574	94545	Pressure Washer	9/11/2018	9/13/2018
US00	300010	1001300	277247358	100050732	800069484		90058950	0090058950	1800046418	9/11/2018	USD	\$168.00	1	030665		Generator	9/11/2018	9/13/2018
US00	300010	1001300	277203714	100050728	800069488		90058951	0090058951	1800046419	9/11/2018	USD	\$262.50	1	030667	8910	Generator	9/11/2018	9/13/2018
US00	300010	1001300	277110572	100050724	800069490		90058952	0090058952	1800046420	9/11/2018	USD	\$168.00	1	030665		Generator	9/11/2018	9/13/2018
US00	300010	1001300	277694628	100050722	800069491		90058953	0090058953	1800046421	9/11/2018	USD	\$390.00	1	020541	92857	Pressure Washer	9/11/2018	9/13/2018
US00	300010	1001044	140509	100051050	800070054	10010434	90058955	0090058955	1800046423	9/11/2018	USD	\$90,412.80	multiple	multiple	multiple	Generator	9/11/2018	9/11/2018
US00	300010	1001044	556842	100050886	800069882	10010345	90059047	0090059047	1800046518	9/11/2018	USD	\$117,088.88	multiple	multiple	multiple	Generator	9/11/2018	9/11/2018
US00	300010	1001044	104510	100053114	800074311	10010812	90060534	0090060534	1800047200	9/12/2018	USD	\$187,088.52	multiple	multiple	multiple	Generator	9/12/2018	9/12/2018
US00	300010	1001044	140508	100053093	800074383	10010846	90060607	0090060607	1800047271	9/12/2018	USD	\$112,175.60	180	030592	33131	Generator	9/12/2018	9/12/2018
US00	300010	1001044	133511	100053127	800074382	10010846	90060621	0090060621	1800047286	9/12/2018	USD	\$125,995.24	multiple	multiple	multiple	Generator	9/12/2018	9/12/2018

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EXHIBIT A
Summary of Goods Delivered

US00	300010	1001300	279355760	100063989	800094664	10014341	90081925	0090081925	1800056998	9/27/2018	USD	\$590.00	1	1696619		SNOW BLOWER (TOWER)	9/27/2018	
US00	300010	1001044	556641	100049106	800094613	10013912	90083760	0090083760	1800057825	9/28/2018	USD	\$41,564.80	multiple	multiple		Pressure Washer, Generators and Access	9/28/2018	
US00	300010	1001044	558477	100060241	800094616	10013912	90083763	0090083763	1800057827	9/28/2018	USD	\$53,573.16	multiple	multiple		Pressure Washers and Access	9/28/2018	
US00	300010	1001300	279866798	100065567	800098173		90084050	0090084050	1800058105	9/28/2018	USD	\$260.00	1	020574		Pressure Washer	9/28/2018	10/1/2018

Total \$2,683,018.20